

JUL 28 '09

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FIRST UNION RAIL

One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

SURFACE TRANSPORTATION BOARD

VIA UPS 2nd DAY AIR

July 24, 2009

Ms. Anne K. Quinlan
Surface Transportation Board
395 E Street S.W., Suite 100
Washington, D. C. 20024
Attn: Recordation of Railroad Equipment

Re: Memorandum of Lease Agreement

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Memorandum of Lease Agreement dated May 28, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement which was duly filed with the Surface Transportation Board under Recordation Number 20988.

The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation
One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018

Lessee: Italgram Elevator Company
7900 Van Buren St.
St. Louis, MO 63111

A description of the railroad equipment covered by the enclosed document is for ten (10) 5660 cu. ft. capacity, pressure differential covered hopper cars, with FURX marks (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows: Memorandum of Lease

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Very truly yours,



Marcia Dunne
Senior Documentation Specialist

Enclosures
(11 A1 012)

ASSGN. NO.: ITAL012

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MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

28th THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the day of May, 2009, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Italgrani Elevator Company ("Lessee"), a Missouri corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of December 3, 2004, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 5 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of May 28, 2009 and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

By: Richard F. SeymourName: RICHARD F. SEYMOUR
VICE PRESIDENT SALES & MARKETING

Title: _____

ATTEST:

By: Susan GrokulskaName: SUSAN GROKULSKY
ASSISTANT DIRECTORTitle: OF DOCUMENTATIONExecuted on this 28th day of May, 2009.

[CORPORATE SEAL]

STATE OF

ILLINOIS

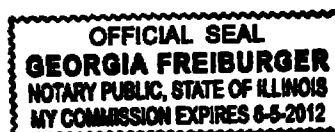
COUNTY OF

COOK

I, GEORGIA FREIBURGER, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR, personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 28th day of May, 2009.Georgia Freiburger
Notary Public

My Commission Expires:

6-2012
(Notary Public)

LESSEE:

ITALGRANI ELEVATOR COMPANY

ATTEST:

By: Lisa M. Scharf
Name: Lisa M. Scharf

By: [Signature]
Name: JAMES MEYER
Title: PRESIDENT

Title: Transportation Manager Executed on this 18th day of May, 2009.

[CORPORATE SEAL]

STATE OF Missouri

COUNTY OF St Louis

I, Kathryn A Bucher, a Notary Public of the County and State aforesaid, certify that James Meyer personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 18 day of May, 2009

[Signature]
Notary Public

Commission Expires:

3-24-11
(Notary Public)

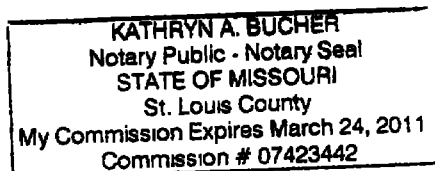


EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: Ten (10)

DESCRIPTION OF CARS: 5660 cubic foot capacity, pressure differential covered
hopper cars equipped with Carboline 992 food grade linings, 286
GRL, Trinity built (Car Type: C614).

CAR NUMBERS:

FURX	893521
FURX	893524
FURX	893526
FURX	893531
FURX	893532
FURX	893533
FURX	893535
FURX	893536
FURX	893539
FURX	893549